App.F.IX-4

1925-6 File No. 21-25

Previous References
J. 391-25 (1-2)
H.F. 453-24 (1-2)

(J.S
(Joint Stock

Serial Nos. 3

preserve,

Later references.

GENERAL AND REVENUE SECRETARIAT.

Serial Nos. Jun

9

Part B for Land 21

SUBJECT

Re-registration of the Asiatic Government Secured Life Assurance Coy Ltd under section 6 of the Mysore Companies' Regulation

H.F. 66109 25-3-26

to

Registrar of J.S. Companies

States that he is not bound under law to give advice. re

G.R.S. III—3]

Routine Notes.

[To be used only for notes, requisitions, etc., not intended for permanent record.]

G. S. 21-25-3

No. 1610 dated 19th Feb 1926
from the Regr G.S. Cos.

Requests ~~that~~ in the circumstances reported, that the opinion of the Law officers of Govt may be obtained and furnished to him in the matter of the re-registration of the Assam Govt Security Life Assurance Company, Ltd. under Section 67 of the Mysore Companies Regulation.

On the previous communication of the Registrar in this connection, he was informed that there was no occasion ~~for~~ ~~pressing~~ pressing a ruling on the point. Now that it has been an occasion, ~~he has applied~~ for a definite ruling in the matter, Regr wants whether the opinion of Law officers of Govt for his guidance

Routine Notes.

[To be used only for notes, requisitions, etc., not intended for permanent record

It is neither the function of the Registrar of Joint Stock companies nor the Law officers of Govt to advise whether the intended action of any Co would be right or whether they could file the revised memorandum along with an affidavit . . as has been done in this case

The Company should see legal advice & act accordingly It is only when the Company takes any legal step & comes before the Regr with a request to comply with the provisions of law, the Registrar has to consider what he should do

If he feels any doubt in the matter, he can seek the advice of Law officers of Govt as to the procedure to be followed in discharge of any Statutory duties In the present case

Routine Notes.

[To be used only for notes, requisitions, etc., not intended for permanent record.]

has no duty cast on him under the Company Law to advise regarding the course of action to be taken by the Co.

This may perhaps be forwarded to the Regr—

Chief Asst
with Compts

6/3

7/3

8/3

I agree with the Asst Regr

11/3

I agree

14/3

Send with a draft to the

16/3/26

Ch Asst

20/3

General and Revenue Secretariat

J. S File No. 21

Serial No. 4

To Registrar of J. S. Companies
J.C. 6610 & 25-3-26.

With reference to Mr. S. Shah's letter it is needless to mention that it is neither the function of the Registrar nor of the Law Officers of Govt. to offer any advice in the matter & that it is only when the Company takes any legal step and comes before him with a request to comply with the provisions of Law that he has to consider what he should do etc and that in the present case he is not bound under Law to give advice regarding the course of action to be taken by the Company

GOVERNMENT OF MYSORE.

IN REPLY PLEASE REFER TO
NO. 1610
ENCL. 1

Office of the Registrar of Joint Stock Companies in Mysore.

Dated, Bangalore..19th..Feb.....1926

GENL. & REV. SECTT. FROM BR. J 19 FEB. 1926 TO G. D. SECTION.

D 431

GEN. & REV. SECRETARIAT 19 FEB 1926 INDUSTRIES & COMMERCE BRANCH.

V. R. THYAGARAJA IYER, Esq., M.A.,
Registrar of Joint Stock Companies in Mysore.

To

P. G. D'Souza, Esquire, B. A. B. L.,
Chief Secretary to the Government
of His Highness the Maharaja of Mysore,
B a n g a l o r e.

J. S. 21-25-3.

Sir,

Ack. 19/2 Received

In inviting your reference to ~~xxxxx~~ Revenue Secretary's letter No. I. C. 3830/J. S. 21-25-2 dated 4th December 1925 stating that there was no occasion then for passing a ruling in the matter of the re-registration of Companies under Section 67(1)of the Mysore Companies Regulation, I have the honour to state that the Secretary of the Asiatic Government Security Life Assurance Company, Limited, had sent for recording the undermentioned special resolution under Section 82 of the said regulation passed and confirmed at the general meetings of the Company held on the 3rd and 19th October 1925:-

"Resolved that the existing Clause 2 of the Memorandum of Articles of Association" the registered office of the company will be situate in the city of Mysore" be and is hereby cancelled and that the clause "the Registered office of the company will be situate in Mysore State" be and is hereby adopted in substitution for and exclusion of the said existing clause 2

The Secretary was informed that ~~xx~~ the Memorandum of Association could not be altered under Section 10 of the said Regulation in respect of the situation of the registered office and that the special resolution therefore should not be given effect to. He has stated in reply(a copy is herein enclosed)that he understands

that several limited companies have been allowed to re-register themselves under Section 67 of the Indian Companies Act on the strength of the opinion of the present Law Member of the Madras Government and that he accordingly intends giving effect to the resolution by seeking the re-registration of the Company under Section 67 of the Mysore Companies Regulation(which is the same as Section 67 of the Indian Act)and requested me to let him know whether he could file a revised Memorandum with the necessary fees.

(2) In the above circumstances I request thatthe opinion of the Law Officers of Government as regards the re-registration of the Company under Section 67 of the Regulation may kindly be obtained and furnished to me at an early date.

I have the honour to be,
S i r,
Your most obedient servant,

Assistant Commissioner,
For Registrar of Joint Stock Companies
in Mysore.
Absent from Headquarters.

HR

Copy of the letter No. 1310 dated 9th February 1926 from the Secretary of the Asiatic Government Security Life Assurance Company, Limited, to the Registrar of Joint Stock Companies in Mysore:--

With reference to your letter No. 1505 dated 16th January 1926 we beg to invite your kind attention to Section 67 Clause 1 of the Mysore Companies Regulation which distinctly states that "any company already registered as a limited company may re-register under this regulation", and beg to state that we intend giving effect to the resolution of the Shareholders regarding the change of the Registered Office under the aboveaid Section. We understand from reliable sources that several limited companies in the Madras Presidency have been allowed to be re-registered under the analogous section 67 of the Indian Companies Act, on the strength of the opinion of the present law member of the Madras Government. In view of this, we shall thank you to kindly let us know at your earliest convenience whether the undersigned could file the revised Memorandum along with an affidavit duly sworn before a Magistrate and the filing fees of Rs. 325 or not.

Thanking you for an early reply and begging to be excused for the trouble,

Yours faithfully

For Registrar of Joint Stock Companies
in Mysore.

HR

APP. F. VI. Gl.]

SUBJECT.....

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Diary No. of letter replied to... .....

General and Revenue Secretariat

( )

the *192*

Date of issue 25/7/1926

Signed by...

List of enclosures.....

Copied by.....

Examined by.....

Section J.S.

File No. 21-25

Seria No. 4

No. 2666 & 25/7/1926

To The Regr of J.S. Cos

Sir,

With reference to yr letter No 1610 d 19/2/26 requ to be furnished with the opinion of the Law Offr of Govt re: the re-registration of the Asiatic Govt Security Life Assn Company und Sec 67 of the Regulation directed to state that it is neither the function of the Regr of J.S.Cos nor of the Law Officers of Govt to advise whether the intended action of any co would be right or whether the Co. could file the reins

memorandum along with
an affidavit In such cases,
the Co. should seek legal
advice act accordingly.
It is only when the Company
takes any legal step & comes before
the Regr with a request to comply
with the provisions of law,
the Regr has to consider what
he should do If he feels any
doubt in the matter, he can seek
the advice of the Law Officers
of Govt as to the procedure to be
followed in discharge of any Statutory
duties. In the present case
the Regr has no duty cast on him
under the Company law to
give advice regarding the
course of action to be taken
by the Co.

I have etc.

Chief Secy to Govt.